

EXHIBIT D

State of North Carolina
Department of the Secretary of State

APPLICATION FOR CERTIFICATE OF WITHDRAWAL
BY REASON OF MERGER, CONSOLIDATION
OR CONVERSION

Pursuant to §§55-15-21, §55A-15-21, § 57C-7-12, § 59-91 or § 59-909, of the General Statutes of North Carolina as applicable, the undersigned entity, as the surviving or resulting entity in a statutory merger, consolidation or conversion hereby applies to the Secretary of State for a Certificate of Withdrawal for the foreign entity(ies) authorized to transact business or conduct affairs in the State of North Carolina named below, whose separate existence has ceased as a result of the merger, consolidation or conversion, and for that purpose submits the following statement:

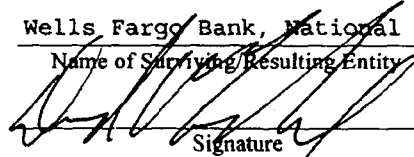
1. The name of the surviving or resulting entity is: Wells Fargo Bank, National Association
 - a. The surviving or resulting entity is incorporated, formed or created under the laws of: United States of America
 - b. The type of entity of the surviving or resulting entity: national association
2. The surviving or resulting entity is not authorized to transact business or conduct affairs in the State of North Carolina.
3. The name of each foreign entity authorized to transact business in North Carolina (and its fictitious name used in the State of North Carolina, if different from its official name) is: Wells Fargo Home Mortgage, Inc.
 - a. The name of the state or country under whose law each such entity was incorporated, formed or created is: California
 - b. The type of entity of each foreign entity: corporation
4. The surviving or resulting entity hereby consents that service of process based on any cause of action arising in the State of North Carolina, or arising out of business transacted or affairs conducted in this State during the time each foreign entity was authorized to transact business or conduct affairs in this State may thereafter be made by service thereof on the Secretary of State.
5. The mailing address to which the Secretary of State may mail a copy of any process served pursuant to the paragraph above is:
C/O Legal Dept.
Address MAC X2401-06T, 1 Home Campus
City, State, Zip Code Des Moines, IA 50328-0001
6. The surviving or resulting entity hereby agrees to file a statement of any subsequent change in its mailing address with the Secretary of State.

7. Attached hereto is a copy of the articles of merger, consolidation or conversion or a certificate reciting the facts of the merger, consolidation or conversion duly authenticated by the Secretary of State or other official having custody of records of such entities in the state or country under the laws of which such merger was effected.
8. This application will be effective upon filing, unless a date and/or time is specified here: _____

This the 12th day of June, 20200.

Wells Fargo Bank, National Association

Name of Surviving/Resulting Entity



Signature

David V. Gorsche, VP

Type or Print Name and Title

NOTES

1. Filing fee is \$10. This application must be filed with the Secretary of State. The application must be accompanied by a copy of the articles of merger, consolidation or conversion or a certificate reciting the facts of the merger, consolidation or conversion duly authenticated by the Secretary of State or other official having custody of the records of such entities in the state or country under the laws of which the foreign entity was organized, incorporated or created.
2. This form is to be used only if the surviving corporation is not authorized to transact business or conduct affairs in North Carolina.

CORPORATIONS DIVISION
(Revised January 2002)

P.O. BOX 29622

RALEIGH, NC 27626-0622
(Form BE-09)

AFFIDAVIT

STATE OF IOWA)
) ss
COUNTY OF DALLAS)

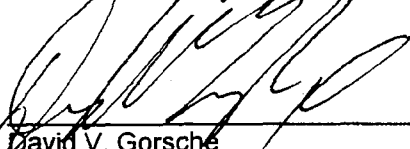
I, David V. Gorsche, being duly sworn, hereby depose and state:

I am the Vice President and Assistant Secretary of Wells Fargo Bank, National Association, a national banking association (the "Bank"). As such, I have access to the records of the Bank and have personal knowledge that the following are true and correct statements regarding the Bank:

1. On May 8, 2004, Wells Fargo Home Mortgage, Inc. merged into and with Wells Fargo Bank, National Association, with Wells Fargo Bank, National Association remaining as the surviving entity.
2. Attached hereto as Exhibit A is a true and correct copy of the certification of the Comptroller of the Currency regarding the merger of Wells Fargo Home Mortgage, Inc. into and with Wells Fargo Bank, National Association.

Further Affiant sayeth not.

Dated this 14th day of June 2004.



David V. Gorsche
Vice President and Assistant Secretary
Wells Fargo Bank, National Association

[SEAL]

State of Iowa)
) ss
County of Dallas)

I, Sylvia L. Fisher, Notary Public, certify that David V. Gorsche, Assistant Secretary of Wells Fargo Bank, National Association, appeared before me on this 14th day of June 2004, and signed the above certification.

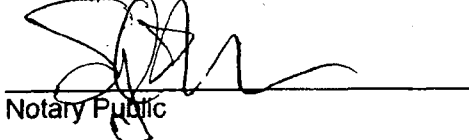
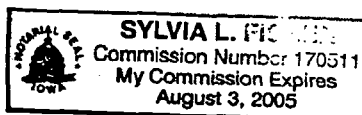

Notary Public

EXHIBIT A



Comptroller of the Currency
Administrator of National Banks

Large Bank Licensing, MS 7-13
250 E Street, S.W.
Washington, DC 20219

May 10, 2004

OCC Control Nr. 2003-ML-12-0057

Ms. Patricia A. Ruedenberg
Law Department/MAC N9305-170
Wells Fargo & Company
1700 Wells Fargo Center
Minneapolis, Minnesota 55479

Dear Ms. Ruedenberg:

This letter is the official certification of the Comptroller of the Currency of the merger of Wells Fargo Home Mortgage, Inc., Des Moines, Iowa, into and under the charter and title of Wells Fargo Bank, National Association, Sioux Falls, South Dakota, Charter Nr. 1741, effective May 8, 2004.

Sincerely,

Richard T. Erb
Licensing Manager

